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[Proposed] Attorneys for Debtors and Debtors in
Possession, SCOOBEEZ, SCOOBEEZ GLOBAL,
INC., and SCOOBUR, LLC

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

IN RE:

SCOOBEEZ, ET AL.

DEBTORS AND DEBTORS IN POSSESSION.

AFFECTS:

- ☒ ALL DEBTORS
- ☐ SCOOBEEZ, ONLY
- ☐ SCOOBEEZ GLOBAL, INC., ONLY
- ☐ SCOOBUR LLC, ONLY

Case No. 2:19-bk-14989-WB
Jointly Administered:
2:19-bk-14991-WB; 2:19-bk-14997-WB

CHAPTER 11

DECLARATION OF GEORGE VOSKANIAN
IN SUPPORT OF THE DEBTORS'
EMERGENCY MOTION FOR ORDER,
PURSUANT TO SECTIONS 105(a), 362(a)(3),
AND 541 OF
THE BANKRUPTCY CODE AND
BANKRUPTCY RULE 3001, ESTABLISHING
NOTICE AND HEARING PROCEDURES
FOR TRADING IN, OR CERTAIN CLAIMS
OF WORTHLESSNESS WITH RESPECT TO
EQUITY SECURITIES IN DEBTOR
SCOOBEEZ GLOBAL, INC.

JUDGE: HON. JULIA BRAND

1 I, George Voskanian, hereby declare:

2 1. I am an individual over 18 years of age. I have personal knowledge of the facts stated herein as
3 more fully set forth below or have gained such knowledge by review of the file and if called as a
4 witness, I could and would competently testify thereto.

5 2. I make this declaration in support of the motion for entry of an order, pursuant to sections 105(a),
6 362(a)(3), and 541 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy
7 Code") and Rule 3001 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"),
8 establishing notice and hearing procedures that must be followed before certain transfers of, or certain
9 claims of worthlessness for federal or state tax purposes with respect to, equity securities in Debtor
10 Scoobeez, Global Inc. ("Scoobeez") or any beneficial interest therein, are deemed effective. (the
11 "Motion").¹

12 3. I am the Chief Financial Officer ("CFO") and Co-Chief Executive Officer ("Co-CEO") for the
13 Debtors, and, in that capacity, among other things maintain books, records, files and documents relating
14 to the Debtors. As such, I am generally responsible for managing the operations of the Debtors and,
15 thus, am familiar with the Debtors' operations, assets, and liabilities. In the ordinary course of business,
16 I rely on the maintenance of true and correct copies of various documents relating to the Debtors. I have
17 personally worked on books, records, files and documents, and as to the following facts, I know them to
18 be true of my own knowledge or I have gained knowledge of them from my business records, which
19 were made at or about the time of the events recorded, and which are maintained in the ordinary course
20 of the Debtors' business at or near the time of the acts, conditions or events to which they related.
21 Additionally, as the CFO/Co-CEO, I have been involved in discussions and planning sessions related to
22 the potential reorganization options and, thus, am familiar with the objectives the Debtors intend to
23 achieve through the Bankruptcy Cases.

24 4. I have read the contents of the Motion, and to best of my knowledge, all the representations
25 made therein are true and correct.

26 5. In connection with the operation of their businesses, the Debtors have incurred net operating
27 _____


28 ¹ Capitalized terms otherwise not defined herein have the same meaning as in the underlying Motion.

1 losses (“NOLs”) in the amount of \$16,473,730. The Debtors may also have capital losses, unrealized
2 built-in losses, and/or be eligible for certain other tax and business credits and other tax attributes
3 (collectively with the NOLs, the “Tax Attributes”).

4 6. Through the Motion, the Debtors seek to monitor the trading of Scoobeez’s equity securities (the
5 “Scoobeez Stock”) in order to prevent a change of ownership from occurring, as defined by the Internal
6 Revenue Code. If a change of ownership does occur, the Debtors could lose their ability to take
7 advantage of their NOLs and other Tax Attributes, which are valuable property of the estates. The
8 limited noticing procedures in the Motion will allow the Debtors to review transactions that may be
9 deemed a change of ownership while also allowing most trading in Scoobeez Stock.

10 7. Based on the foregoing and as explained in more detail in the Motion, the Debtors seek the an
11 order from the Court allowing them to implement the procedures outlined in the Motion so that they can
12 monitor the trading of Scoobeez stock to ensure no change of control occurs without their knowledge.

13 I declare under penalty of perjury that the foregoing is true and correct. Executed this 22nd day of
14 May, at Glendale, California.


A handwritten signature in black ink, appearing to read 'George Voskanian', is written over a horizontal line.

George Voskanian

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
Foley & Lardner LLP, 555 South Flower Street, Suite 3300, Los Angeles, CA 90072-2411

A true and correct copy of the foregoing document entitled (*specify*): **DECLARATION OF GEORGE VOSKANIAN IN SUPPORT OF THE DEBTORS' EMERGENCY MOTION FOR ORDER, PURSUANT TO SECTIONS 105(a), 362(a)(3), AND 541 OF THE BANKRUPTCY CODE AND BANKRUPTCY RULE 3001, ESTABLISHING NOTICE AND HEARING PROCEDURES FOR TRADING IN, OR CERTAIN CLAIMS OF WORTHLESSNESS WITH RESPECT TO EQUITY SECURITIES IN DEBTOR SCOOBEEZ GLOBAL, INC.** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) 05/28/2019, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

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Alvin Mar alvin.mar@usdoj.gov

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United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov

☐ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) 05/28/2019, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Honorable Julia W. Brand

United States Bankruptcy Court

Central District of California

Edward R. Roybal Federal Building and Courthouse

255 E. Temple Street, Suite 1382

Los Angeles, CA 90012

☒ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) _____, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

☐

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

05/28/2019

Date

Sonia Gaeta

Printed Name

/s/ Sonia Gaeta

Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

2. SERVED BY UNITED STATES MAIL:

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